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**UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 SAN JOSE DIVISION**

BANK OF MONTREAL, as Administrative
 Agent,

Plaintiff

v.

SK FOODS, LLC

Defendant.

v.

SK PM CORP. and FREDERICK SCOTT
 SALYER, as Trustee for the Scott Salyer
 Revocable Trust, as well as FREDERICK
 SCOTT SALYER, in his Individual Capacity

Respondents.

Case No. 11-CV-80133 MISC-EJD (HRL)

SUPPLEMENTAL DECLARATION OF JAMES
 HEISER IN SUPPORT OF MOTION FOR RULE TO
 SHOW CAUSE WHY JUDGMENT SHOULD NOT
 BE AMENDED TO ADD RESPONDENTS AS
 JUDGMENT DEBTORS

Honorable Edward J. Davilla

Hearing Date: September 23, 2011

Hearing Time: 9:00 a.m.

Place: Robert F. Peckham Federal Building
 280 South 1st Street
 San Jose, CA 95113

SUPPLEMENTAL DECLARATION OF JAMES HEISER
 11-CV-80133 MISC - EJD (HRL)

Under 28 U.S.C § 1746, I, James Heiser, declare as follows:

1. I am an attorney admitted to the Bar of the State of Illinois and to the Trial Bar of that Court. I am an attorney at the law firm of Chapman and Cutler LLP and counsel to Plaintiff Bank of Montreal, as Administrative Agent ("*BMO*") in this matter. I submit this Supplemental Declaration in support of BMO's Motion for Rule to Show Cause Why Judgment Should Not Be Amended to Add Respondents as Judgment Debtors. I have personal knowledge of the facts set forth herein, and, if called to testify, could testify competently thereto.

2. Below are true and correct copies of documents which I obtained from the PACER system of the Courts identified on the following pages, as well as the deposition exhibits set forth herein in the format produced by the Australian Liquidator in the proceeding styled *In re Cedenco JV Australia Pty. Ltd., et. al.* under Chapter 15 of the United States Bankruptcy Code, except where otherwise indicated:

	DOCUMENT	BATES
43	General Assignment and Transfer of members interests of SK Foods Australia Proprietary Limited, dated November 1, 2006 (Attached as Exhibit 5 to the McCormick Deposition).	BMO 001312 - BMO 001313
44	Share/Option Transfer Journal for SK Foods Australia Proprietary Limited for the period January 11, 2002 to November 1, 2006, dated January 11, 2006 (Attached as Exhibit 13 to the Nutley Deposition).	BMO 001314
45	SK Foods LP A-07 Engagement Review Memo - Audit v 07-01, dated June 30, 2007 (Attached as Exhibit 14 to the McCormick Deposition).	BMO 001315 - BMO 001317
46	Email from Shondale Seymour to Wayne Boos detailing proposed restructure of Australian entities, dated July 31, 2007 (Attached as Exhibit 20 to the Boos Deposition).	BMO 001318 - BMO 001320

	DOCUMENT	BATES
47	Email from Darrell Carlis to Wayne Boos and attached memorandum regarding the potential restructure of SK Foods LP, the tax considerations and FIN 46 considerations, dated August 16, 2007 (Attached as Exhibit 21 to the Boos Deposition).	BMO 001321 - BMO 001328
48	Email from Scott Salyer to Wayne Boos with subject "inter-company accounts" and attached email correspondence regarding the audit of SK Foods LP, dated August 21, 2007 (Attached as Exhibit 22 to the Boos Deposition).	BMO 001329 - BMO 001332
49	Email from Scott Salyer to Wayne Boos re: Intercompany Accounts, dated August 29, 2007 (Attached as Exhibit 22 to the McCormick Deposition).	BMO 001333
50	Email from Wayne Boos to Scott Salyer re: Asset Transfer Documents, dated August 29, 2007 (Attached as Exhibit 25 to the Boos Deposition).	BMO 001334
51	Email from Scott Salyer to Dan Nutley and Mark McCormick re: Making Cedenco not subject to FIN46R, dated September 13, 2007 (Attached as Exhibit 26 to the McCormick Deposition).	BMO 001335
52	Email from Scott Salyer to Dan Nutley and Mark McCormick re: Making Cedenco not subject to FIN-46R, dated September 14, 2007 (Attached as Exhibit 28 to the McCormick Deposition).	BMO 001336 - BMO 001337
53	Amended and Restated Security Agreement, dated September 28, 2007	BMO 001338 - BMO 001376
54	Email from Dan Nutley to Mark McCormick re: Selling Cedenco Interco Debt, dated September 20, 2007 (Attached as Exhibit 29 to the McCormick Deposition).	BMO 001377
55	Email from Shondale Seymour re: Cedenco spin-off, dated September 27, 2007 (Attached as Exhibit 29 to the Boos Deposition).	BMO 001378
56	Email from Scott Salyer to Wayne Boos and Mark McCormick re: Cedenco spin-off, dated September 27, 2007 (Attached as Exhibit 30 to the Boos Deposition).	BMO 001379

	DOCUMENT	BATES
57	Email from Mark McCormick to Scott Salyer re: email from Mark McCormick re: SK Foods/Cedenco, dated October 10, 2007 (Attached as Exhibit 37 to the McCormick Deposition).	BMO 001380 - BMO 001383
58	Email from Shondale Seymour to Mark McCormick enclosing FIN 46R Analysis Worksheet and FIN-46R Reconsideration Event Analysis Worksheet, dated October 29, 2007 (Attached as Exhibit 39 to the Nutley Deposition).	BMO 001384 - BMO 001397
59	Email from Mark McCormick to Dan Nutley re: FIN 46, dated December 17, 2007 (Attached as Exhibit 49 to the McCormick Deposition).	BMO 001398
60	Email from Gary Perry to Mark McCormick forwarding correspondence from McCormick to Boos and others re: SSC & L 2007 Trust, dated December 17, 2007 (Attached as Exhibit 39 to the Boos Deposition).	BMO 001399 - BMO 001402
61	Facsimile from Gary Perry to Wayne Boos enclosing letter to Scott Salyer and Debt Assignment Agreement between SK Foods, LP SSC&L 2007 Trust and Cedenco Foods Limited, dated December 17, 2007 (Attached as Exhibit 40 to the Boos Deposition).	BMO 001403 - BMO 001408
62	Email from Gary Perry to Mark McCormick forward email from McCormick to Boos and others, dated December 18, 2007 (Attached as Exhibit 41 to the Boos Deposition).	BMO 001409 - BMO 001412
63	Letter from Gary Perry to Scott Salyer re: Revised Documents, dated December 18, 2007 (Attached as Exhibit 42 to the Boos Deposition).	BMO 001413 - BMO 001414
64	Email from Gary Perry to Lisa Crist re: SKF Australia, dated February 4, 2008 (Attached as Exhibit 42 to the Crist Deposition).	BMO 001415
65	Email from Gary Perry to Mark McCormick re: SKF Aviation Trust Agreement, dated December 18, 2007 (Attached as Exhibit 51 to the Nutley Deposition).	BMO 001416 - BMO 001419
66	Email from Shondale Seymour to Carolyn Vartanian re: Distribution of Cedenco to the Shareholders, January 21, 2008 (Attached as Exhibit 48 to the Boos Deposition).	BMO 001420

	DOCUMENT	BATES
67	Email from Mark McCormick to Shondale Seymour and Carolyn Vartanian re: SK Foods LP 2006 amended return related to distribution of foreign subsidiaries at 11/01/06, dated February 6, 2008 (Attached as Exhibit 58 to the McCormick Deposition).	BMO 001421 - BMO 001422
68	Email from Mark McCormick to Shondale Seymour and Carolyn Vartanian re: SK Foods LP 2006 re: amended return related to distribution of foreign subsidiaries at 11/01/06, dated February 6, 2008 (Attached as Exhibit 50 to the Boos Deposition).	BMO 001423 - BMO 001424
69	Email from Darrell Carlis to Shondale Seymour re: foreign entities, dated February 18, 2008 (Attached as Exhibit 52 to the Boos Deposition).	BMO 001425 - BMO 001426
70	Email from Wayne Boos to Mark McCormick re: foreign entities, dated February 18, 2008 (Attached as Exhibit 53 to the Boos Deposition).	BMO 001427
71	Email from Carolyn Vartanian to Jeanne Johnson re: SS4 for Cedenco Ohakune (formally Mountain Carrots), dated March 3, 2008 (Attached as Exhibit 61 to the Boos Deposition).	BMO 001428 - BMO 001431
72	Email from Scott Salyer to Mark McCormick re: Cedenco Letter of Support, dated March 10, 2008 (Attached as Exhibit 62 to the McCormick Deposition).	BMO 001432
73	Letter from Scott Salyer to SK Foods International re: Loan, dated March 13, 2008 (Attached as Exhibit 63 to the McCormick Deposition).	BMO 001433
74	Letter from Scott Salyer to SK Foods LP re: Financial Support for SK Foods International, dated March 13, 2008 (Attached as Exhibit 64 to the McCormick Deposition).	BMO 001434
75	Email from Lisa Crist to Gary Perry regarding Audit Update, dated March 17, 2008 (Attached as Exhibit 27 to the Crist Deposition).	BMO 001435
76	Email from Lisa Crist to Gary Perry regarding Audit Update and requesting help with the documentation for SKF International, dated March 24, 2008 (Attached as Exhibit 32 to the Crist Deposition).	BMO 001438

	DOCUMENT	BATES
77	Email from Julie Patton to Lisa Crist re: General Assignment and Transfer Forms, dated March 28, 2008 (Attached as Exhibit 39 to the Crist Deposition).	BMO 001439 - BMO 001443
78	Email from Gary Perry to Lisa Crist regarding SKF Australia re: dates of the resolutions, dated April 2, 2008 (Attached as Exhibit 43 to the Crist Deposition).	BMO 001444
79	Email from Shondale Seymour to Darrell Carlis, Marshall Scott re: Equity Roll forward spin-off of Cedenco JV, dated July 31, 2008 (Attached as Exhibit 70 to the Boos Deposition).	BMO 001445 - BMO 001446
80	Facsimile from Gary Perry to Shondale Seymour enclosing Debt Assignment Agreement, dated September 5, 2008 (Attached as Exhibit 80 to the McCormick Deposition).	BMO 001447 - BMO 001451
81	Accounts Receivable Set Off Agreement between SK Foods LP and Cedenco Foods Ltd., dated October 31, 2008 (Attached as Exhibit 96 to the Boos Deposition).	BMO 001452 - BMO 001478
82	Email from Nick Frankish to Mark McCormick re: Cedenco Notes, dated November 30, 2008 (Attached as Exhibit 87 to the McCormick Deposition).	BMO 001479
83	Email from Mark McCormick to Nick Frankish re: Cedenco Notes, dated November 30, 2008 (Attached as Exhibit 88 to the McCormick Deposition).	BMO 001480 - BMO 001481
84	Email from Mark McCormick to Betsy Erdelyi re: Cedenco Notes, dated January 12, 2009 (Attached as Exhibit 92 to the McCormick Deposition).	BMO 001482
85	Bill of Sale for sale of 54.45% of stock in SK Foods Australia and New Zealand to Monterey Peninsula Farming LLC, dated January 17, 2009 (Attached as Exhibit 90 to the Boos Deposition).	BMO 001483 - BMO 001484
86	Bill of Sale for sale of 45.55% of stock in SK Foods Australia and New Zealand to Monterey Peninsula Farming LLC, dated January 17, 2009 (Attached as Exhibit 91 to the Boos Deposition).	BMO 001485 - BMO 001486
87	Letter from Shondale Seymour to SK Foods International re: Loan Confirmation and enclosing balance sheet, dated February 26, 2009 (Attached as Exhibit 97 to the McCormick Deposition).	BMO 001487 - BMO 001488

	DOCUMENT	BATES
88	Accounts Receivable Set-Off Agreement between SK Foods, LP and SK Foods Australia Proprietary Limited, dated March 24, 2009 (Attached as Exhibit 67 to the Crist Deposition).	BMO 001489 - BMO 001492
89	Email from Scott Salyer to Mark McCormick re: NZ/AUST Loan Roll Forwards, dated April 6, 2009 (Attached as Exhibit 105 to the McCormick Deposition).	BMO 001493
90	Email from Darrell Carlis to Wayne Boos re: the arrangements between SK Foods LP and the SSC&L Trust and the net amount owed by New Zealand and Australian Cedenco entities at 1 November 2007 with an attached spreadsheet entitled "Net effect of client entries at 11 January 2006," dated April 6, 2009 (Attached as Exhibit 106 to the Boos Deposition).	BMO 001494 - BMO 001498
91	Scott Salyer revised personal demand letter, dated April 17, 2009	BMO 001499
92	Email from Sandi Anthony of Gary Perry Law to Wayne Boos and Scott Salyer attaching a formation document for a limited liability company "SAS & CGS, LLC," dated April 28, 2009 (Attached as Exhibit 107 to the Boos Deposition).	BMO 001500 - BMO 001501
93	Email from Gary Perry to Wayne Boos regarding transfer of SK PM shares, dated April 28, 2009 (Attached as Exhibit 108 to the Boos Deposition).	BMO 001502 - BMO 001503
94	Email from Gary Perry to Wayne Boos regarding transfer of ownership of SK Foods Australia from SK Foods LP to SKM and the Scott Salyer Revocable Trust, dated May 21, 2009 (Attached as Exhibit 109 to the Boos Deposition).	BMO 001504
95	Bill of Sale for sale of 100% of stock in SK Foods Australia and New Zealand to Fast Falcon LLC (unexecuted), dated June 29, 2009 (Attached as Exhibit 110 to the Boos Deposition).	BMO 001505 - BMO 001506
96	Bill of Sale for sale of 100% of stock in SK Foods Australia and New Zealand to Fast Falcon LLC (executed), dated June 29, 2009 (Attached as Exhibit 111 to the Boos Deposition).	BMO 001507 - BMO 001508

	DOCUMENT	BATES
97	Government's Supplemental Exhibits in Support of Its Motion Seeking Defendant Frederick Scott Salyer's Pretrial Detention, filed March 2, 2010 in the U.S. District Court for the Eastern District of California, in Case No. S-10-0061-GEB	BMO 001509 - BMO 001530
98	Revised Proposed Order re: Preliminary Injunction, filed March 20, 2010 in the U.S. Bankruptcy Court for the Eastern District of California	BMO 001531 - BMO 001544
99	Order on Defendants' Motion to Modify Preliminary Injunction filed, October 13, 2010 in the U.S. Bankruptcy Court for the Eastern District of California	BMO 001545 - BMO 001547
100	Stipulation and Order Further Modifying Preliminary Injunction, filed February 16, 2011 in the U.S. Bankruptcy Court for the Eastern District of California	BMO 001548 - BMO 001570
101	SK Foods Entity details, as reported by the Secretary of the State of Nevada	BMO 001571 - BMO 001572
102	Declaration of Brian L. Ferrall in Support of Replies re: Suppression Motions and Motion for Reconsideration, enclosing the Search Warrant and Affidavit of Special Agent Paul S. Artley, filed July 15, 2011 in Case No. 2:10-cr-0061-LKK	BMO 001573 - BMO 001716
103	Opposition to Trustee's <i>Ex Parte</i> Motion for a Temporary Restraining Order and Order, dated July 19, 2011	BMO 001717 - BMO 001722
104	Declaration of Michael M. Carlson in Support of <i>Ex Parte</i> Motion for a Temporary Restraining Order and Order to Show Cause Re: Preliminary Injunction (with exhibits) filed August 30, 2011	BMO 001723 - BMO 001783
105	Crist itinerary of conferences attended she Australia and New Zealand (attached as Exhibit 4 to the August 30, 2011 Declaration of Bradley D. Sharp)	BMO 001784 - BMO 001785
106	Email from Jeanne Johnston to Mark McCormick attached signed copies of the 2008 Transfer Documents (attached as Exhibit 10 to the August 30, 2011 Declaration of Bradley D. Sharp)	BMO 001786 - BMO 001788

	DOCUMENT	BATES
107	Declaration of Kelly A. Woodruff in Support of Opposition to Trustee's <i>Ex Parte</i> Motion for a Temporary Restraining Order and Order to Show Cause re: Preliminary Injunction, dated August 31, 2011	BMO 001789 - BMO 001802
108	Emails exchanged between SK Foods and its outside advisors that they continued to debate how to accomplish the divestiture without any apparent resolution through October 2007 (attached as Exhibit 4 to the August 30, 2011 Declaration of Bradley D. Sharp)	BMO 001803 - BMO 001856
109	Acceptance of Resignation and Appointment of Cook Islands Successor Trustee for Salyer Daughters' Trust (Collins and Associates Document Production, Received from Chapter 11 Trustee)	BMO 001857 - BMO 001862
110	Collins/Salyer Introduction Emails (Collins and Associates Document Production, Received from Chapter 11 Trustee)	BMO 001863 - BMO 001864
111	Email from Salyer's second ex-wife demanding alimony (Collins and Associates Document Production, Received from Chapter 11 Trustee)	BMO 001865 - BMO 001866
112	<i>Lis Pendens</i> by Lynne Salyer (Collins and Associates Document Production, Received from Chapter 11 Trustee)	BMO 001867 - BMO 001874
113	Collins Criminal Papers (Obtained from Court Archives)	BMO 001875 - BMO 001904
114	Declaration of Gregory Nuti, Counsel for Chapter 11 Trustee	BMO 001905 - BMO 002081
115	Mark McCormick Deposition Transcript, dated August 16, 2011	BMO 002082 - BMO 002113
116	Wayne Boos Deposition Transcript, dated August 15, 2011	BMO 002114 - BMO 002147
117	Lisa Crist Deposition Transcript, dated August 17, 2011	BMO 002148 - BMO 002164
118	Dan Nutley Deposition Transcript, dated August 18, 2011	BMO 002165 - BMO 002192
119	Scott Dye Deposition Transcript, dated August 16, 2011	BMO 002193 - BMO 002213

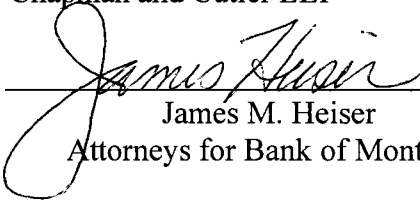
	DOCUMENT	BATES
120	Salyer Portfolio Valuation	BMO 002214 - BMO 002221

I declare under penalty of perjury that the foregoing is true and correct. Executed on September 2, 2011, in Chicago, Illinois.

Respectfully submitted,

Dated: September 2, 2011

Chapman and Cutler LLP


James M. Heiser
Attorneys for Bank of Montreal